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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:) Case No. 12-12020 (MG)
RESIDENTIAL CAPITAL, LLC, et al.,) Chapter 11
Debtors.) Jointly Administered
)

**DEBTORS' MOTION TO SHORTEN NOTICE OF THE
OBJECTION TO PROOF OF CLAIM # 2781 OF SYNCORA GUARANTEE INC.**

The debtors and debtors in possession in the above-captioned cases (collectively, the “**Debtors**”)¹ respectfully submit this motion (the “**Motion**”) pursuant to Rule 9006 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and Rule 9006-1(b) and 9077 of the Local Bankruptcy Rules for the Southern District of New York (the “**Local Bankruptcy Rules**”) to shorten the time for notice of and schedule a hearing to consider the *Debtors’ Objection to Proof of Claim # 2781 of Syncora Guarantee Inc.* (the “**Syncora Objection**”)² filed

¹ The names of the Debtors in these cases and their respective tax identification numbers are identified on Exhibit 1 to the Whitlinger Affidavit (defined below). Additional subsidiaries and affiliates of the Debtors may file Chapter 11 petitions on a rolling basis. As used herein, the term “Debtors” includes any such entities.

² Capitalized terms used and not otherwise defined herein have the meanings ascribed to them in the Syncora Objection.

contemporaneously herewith. In further support of this Motion, the Debtors respectfully represent as follows:

JURISDICTION

1. This Court has subject matter jurisdiction to consider this Motion pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding under 28 U.S.C. § 157(b). Venue of these cases and this Motion in this District is proper under 28 U.S.C. §§ 1408 and 1409. The statutory predicates for the relief requested herein are Bankruptcy Rule 9006(c) and Local Bankruptcy Rules 9006-1(b) and 9077.

BACKGROUND

2. On May 14, 2012 (the “**Petition Date**”), each of the Debtors filed a voluntary petition with this Court under chapter 11 of the Bankruptcy Code (collectively, the “**Chapter 11 Cases**”). Since the Petition Date, the Debtors have operated their businesses and managed their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. These cases are being jointly administered pursuant to Bankruptcy Rule 1015(b). No trustee has been appointed in the Chapter 11 Cases.

3. On May 16, 2012, the United States Trustee for the Southern District of New York appointed a nine member official committee of unsecured creditors.

4. On July 3, 2013, the Debtors filed the *Joint Chapter 11 Plan Proposed by Residential Capital, LLC, et al. and the Official Committee of Unsecured Creditors* [Docket No. 4153] and the *Disclosure Statement for the Joint Chapter 11 Plan of Residential Capital, LLC, et al. and the Official Committee of Unsecured Creditors* [Docket No. 4157]. The hearing on the Disclosure Statement is scheduled for August 21, 2013.

5. To date, over 6,870 proofs of claim have been filed in these Chapter 11 Cases as reflected on the Debtors’ claims registers.

RELIEF REQUESTED

6. By this Motion, the Debtors request entry of an order, substantially in the form attached hereto as Exhibit 1, shortening notice with respect to the Court's hearing on the Syncora Objection and setting the date and time for the hearing on the Syncora Objection as September 11, 2013 at 10:00 a.m. (prevailing eastern time) (the "**Hearing**"). In addition, the Debtors request that the Court set the deadline for the service and filing of responses to the Syncora Objection to September 3, 2013 at 4:00 p.m. (prevailing eastern time).

BASIS FOR RELIEF

7. As the Court is aware, the Debtors are currently in the midst of their claims reconciliation process. The Debtors are working steadfastly to ensure that potential proofs of claim filed in unliquidated amounts relating to servicing agreements that Debtors' seek to promptly assume and assign (such as the claims at issue in the Syncora Objection) are determined in an expeditious manner in connection with the plan confirmation process. Thus, as part of the claims reconciliation process, the Debtors seek to have the Syncora Objection adjudicated at the first September omnibus hearing. The Debtors respectfully submit that the relief requested herein is in the best interests of the Debtors' estates and provides Syncora Guarantee Inc. with sufficient time to respond.

CONCLUSION

8. Based on the foregoing, the Debtors respectfully submit that cause exists for the Court to shorten notice with respect to the Syncora Objection and to set September 11, 2013 at 10:00 a.m. (prevailing eastern time) as the date for the Hearing and to set September 3, 2013 at 4:00 p.m. (prevailing eastern time) as the deadline to respond to the Syncora Objection.

NOTICE

Notice of this Motion has been served in accordance with the Order Under Bankruptcy Code Sections 102(1), 105(a) and 105(d), Bankruptcy Rules 1015(c), 2002(m) and 9007 and Local Bankruptcy Rule 2002-2 Establishing Certain Notice, Case Management and Administrative Procedures [Docket No. 141]. Because of the nature of the relief requested, the Debtors submit that such notice is sufficient and that no further notice of the relief requested in the Motion need be provided.

WHEREFORE for the reasons set forth herein, the Debtors respectfully submit that the Court enter an order, substantially in the form attached hereto as Exhibit 1, granting the relief requested herein and such further relief that the Court deems just and proper.

Dated: August 13, 2013
New York, New York

/s/ Norman S. Rosenbaum
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Exhibit 1

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	Case No. 12-12020 (MG)
)	
RESIDENTIAL CAPITAL, LLC, <u>et al.</u> ,)	Chapter 11
)	
Debtors.)	Jointly Administered
)	

**ORDER SHORTENING THE NOTICE PERIOD FOR HEARING ON THE DEBTORS'
OBJECTION TO PROOF OF CLAIM # 2781 OF SYNCORA GUARANTEE INC.**

Upon consideration of the motion (the “**Motion**”),¹ dated August 13, 2013, of the debtors and debtors in possession (collectively, the “**Debtors**”) for entry of an order pursuant to Fed. R. Bankr. P. 9006(c) and Local Bankruptcy Rule 9006-1(b) shortening the time for notice of and scheduling a hearing to consider the *Debtors’ Objection to Proof of Claim # 2781 of Syncora Guarantee Inc.* (the “**Syncora Objection**”); and the Court having jurisdiction to consider the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and venue being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that the relief requested in the Motion is in the best interests of the Debtors’ estates, their creditors, and other parties in interest; and the Debtors having provided adequate and appropriate notice of the Motion under the circumstances; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.

1. The Motion is granted to the extent provided herein.
2. The Court's hearing on the Syncora Objection shall be on September 11, 2013 at 10:00 a.m. (prevailing eastern time) (the "**Hearing**").
3. The Debtors shall serve a copy of this Order as promptly as practicable by fax, e-mail or overnight mail on the Notice Parties (defined below).
4. Responses to the Syncora Objection, if any, must be filed on the docket and served by **September 3, 2013 at 4:00 p.m. (prevailing eastern time)** upon each of the following parties (collectively, the "**Notice Parties**"):
(a) the Office of the United States Trustee for the Southern District of New York;
(b) the office of the United States Attorney General;
(c) the office of the New York Attorney General;
(d) the office of the United States Attorney for the Southern District of New York;
(e) the Internal Revenue Service;
(f) the Securities and Exchange Commission;
(g) each of the Debtors' prepetition lenders, or their agents, if applicable;
(h) each of the indenture trustees for the Debtors' outstanding notes issuances;
(i) counsel for Ally Financial Inc.;
(j) counsel for Barclays Bank PLC, as administrative agent for the lenders under the debtor in possession financing facility;
(k) Nationstar Mortgage LLC and its counsel;
(l) counsel for the Creditors' Committee; and
(m) all parties requesting notice pursuant to Bankruptcy Rule 2002.
5. Objections not timely filed and served in the manner set forth above shall not be considered and shall be overruled. Replies to any Responses shall be due by **September 9, 2013 at 12:00 p.m. (prevailing eastern time)** and served on the objecting party.

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6. This Court retains jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Dated: New York, New York
August __, 2013

The Honorable Martin Glenn
United States Bankruptcy Judge